



VISUAL INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 2006/030975/06)
("Visual" or "the Company")
ISIN Code: ZAE000187407 Share code: VIS

FURTHER ANNOUNCEMENT: VOTING RESULTS IN RESPECT OF SPECIFIC ISSUE OF SHARES FOR CASH

Shareholders are referred to the announcement released on SENS on 22 October 2018 advising of the approval of the specific issue of shares for cash to Robco Holdings Proprietary Limited ("**Robco**") and TLP Investments One Five Four Proprietary Limited ("**TLP Investments**") by the requisite majority of Visual shareholders by written consent in terms of section 60 of the Companies Act, 71 of 2008 ("**the Notice**").

Shareholders are also referred to the announcement released on SENS on 9 May 2018 advising of the agreement entered into between Visual and shareholders of Mosegedi & Associates Proprietary Limited ("**Mosegedi**") for the cancellation of the acquisition of 31.2% of Mosegedi, *ab initio*, and the return of 106 000 000 shares ("**Mosegedi Shares**") to the share capital of the Company for cancellation.

The resolutions proposed in terms of the Notice, together with the percentage of votes carried for and against each resolution, are set out in Table 1 (excluding the Mosegedi Shares) and Table 2 (including the Mosegedi Shares), respectively, below:

Table 1 (excluding Mosegedi Shares)

Resolution proposed	Total number of votes cast	% of shares voted relative to total shares in issue *	For (% of total votes cast)	Against (% of total votes cast)	Abstain (% of issued share capital)
Ordinary Resolution 1 Specific issue of shares for cash to Robco	195 390 684	75.25%	195 390 684 (100%)	-	-
Ordinary Resolution 2 Specific issue of shares for cash to TLP Investments	195 390 684	75.25%	195 390 684 (100%)	-	-
Ordinary Resolution 3 Enabling resolution	195 390 684	75.25%	195 390 684 (100%)	-	-

* Based on 374 265 547 shares in issue, excluding the Mosegedi Shares and shares held by the Charson Family Trust and the Montana Trust, being associates of Robco and which holds 7 616 726 shares and 1 000 000 shares, respectively.

Table 2 (including Mosegedi Shares)

Resolution proposed	Total number of votes cast	% of shares voted relative to total shares in issue *	For (% of total votes cast)	Against (% of total votes cast)	Abstain (% of issued share capital)
Ordinary Resolution 1 Specific issue of shares for cash to Robco	279 064 017	76.32%	279 064 017 (100%)	-	-
Ordinary Resolution 2 Specific issue of shares for cash to TLP Investments	279 064 017	76.32%	279 064 017 (100%)	-	-
Ordinary Resolution 3 Enabling resolution	279 064 017	76.32%	279 064 017 (100%)	-	-

* Based on 374 265 547 shares in issue, excluding the shares held by the Charson Family Trust and the Montana Trust, being associates of Robco and which holds 7 616 726 shares and 1 000 000 shares, respectively.

Cape Town

26 October 2018

Designated Advisor

Arbor Capital Sponsors Proprietary Limited

